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September 26, 2024

VIA ECF

Honorable Jerrold N. Poslusny, Jr.
United States Bankruptcy Court
400 Cooper Street, 4th Floor
Camden, N.J. 08101
Courtroom 4C

Re: In re Carpenter Realty Corp., Case No. 21-18789-JNP
Status Report of Plan Administrator

Dear Judge Poslusny:

In lieu of the status hearing originally scheduled for September 26, 2024, the Plan Administrator to the Liquidating Trust of Carpenter Realty Corporation, *et al.* (the “Plan Administrator”) respectfully submits the following report on the above-referenced matter.

Administrative Update

Per the Plan Administrator’s initial Status Letter dated September 15, 2022, the Plan Assets have been administratively transferred to the Plan Administrator in accordance with the Plan. The Plan Administrator has been added to all bank accounts of the Debtors and has been granted access to each of the Debtors’ data rooms. Debtors’ management remains intact. The Plan Administrator receives daily reports on the balances and transfers from the Debtors’ bank accounts, receives weekly reports from Mark Imbesi on the accounts payable and receivable and receives biweekly reports from Mark Imbesi on payroll. Recently, the Plan Administrator has taken over the signing of the checks issued by the Debtors.

Retention of Professionals

The Plan Administrator has retained Withum for all accounting, tax and financial advising needs.

Real Property

The Property listing updates are as follows:

1. Briardale/Estell Manor:
 - a. The Court entered an Order on September 18, 2024 approving the Sale of this Property. The parties and the buyer are coordinating pre-closing items, and closing is expected to take place by October 17, 2024.



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2. Bridgeton:
 - a. Brokers are in communication with a number of interested purchasers.
 - b. Environmental testing is continuing.
 - c. Sales activity for this property has been slowed due to the environmental testing at the property.
 - d. The Plan Administrator is considering potential alternative transactions and monetization strategies.
 - e. Insurance Archaeology Group, retained by the Plan Administrator in April 2023, has researched the liability insurance coverage of Carpenter Realty for purposes of pursuing possible coverage for historical environmental issues. Based on the findings, counsel to the Plan Administrator has reached out to a number of carriers to pursue coverage.
 - f. The Plan Administrator is currently evaluating an offer on this Property and is engaging in negotiations with respect to terms.
3. Rossmoor:
 - a. This property initially went under contract in June of 2023 and a 363 Sale Motion was filed. Unfortunately, that buyer defaulted on the Asset Purchase Agreement by repudiating its obligations and then subsequently failing to remit the good faith deposit. The Plan Administrator commenced an adversary against the buyer and has since obtained a money judgment in the amount of \$370,350.00. The Judgment has been transferred to Union County, NJ where it is believed assets subject to execution may exist.
 - b. In July 2023, the Plan Administrator entered into a new agreement of sale and filed a sale motion. That motion was granted, and closing took place in October 2023.

Pending Disputes:

The Plan Administrator filed an objection to claims filed by Mark and Marianne Imbesi. Joinders were filed. The Plan Administrator deferred prosecution of alleged fraudulent transfers to the NJ Litigants, and that adversary has been filed and consolidated for scheduling purposes with the pending claim objection. The discovery process has been pending. In the meantime, documents have been exchanged between the parties.

A decision in state court action between Mark and Marianne Imbesi and the NJ Litigants was issued in July 2024 with the Court dismissing all claims against Marianne Imbesi, granting partial rescission to Larry Imbesi and denying rescission to Antonia Imbesi. There is currently a Motion to Reconsider and other post-trial litigation pending. Both sides have expressed an intent to appeal.



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Standard Termination of Pension Plan:

The 7-Up Bottling Company of Philadelphia, Inc. Pension Plan (the “Plan”) has completed the standard termination process under the supervision and approval of the PBGC pursuant to the settlement agreement approved by this Court. As a result, the PBGC Escrow has been released, and the balance of the funds that were being held in escrow (\$1,082,928.36) with Eagle Bank were transferred to the Plan Administrator. Pursuant to the terms of the confirmed Plan, the Plan Administrator paid from those funds the administrative fees due to Flaster Greenberg (\$574,087.60) for the time period of July 20, 2022 through September 10, 2024, Cozen O’Connor (\$164,087.74) for the time period of July 2022 through August 31, 2024, and the Plan Administrator (\$206,303.30) for the time period of October 2023 through September 10, 2024

Respectfully Submitted,

Holly S. Miller, Plan Administrator